

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

SEARS HOLDINGS CORPORATION, et al.,

Debtors.

Chapter 11

Case No. 18-23538 (RDD)

(Jointly Administered)

**NOTICE OF APPEARANCE AND  
REQUEST FOR NOTICES AND SERVICE OF PAPERS**

PLEASE TAKE NOTICE the law firm of Fried, Frank, Harris, Shriver & Jacobson LLP (“Fried Frank”), by the undersigned, hereby appears as counsel for Seritage Growth Properties, Seritage SRC Finance LLC, and Seritage KMT Finance LLC (collectively, “Seritage”), parties in interest in the above-captioned case. Pursuant to Sections 342 and 1109(b) of title 11 of the United States Code (the “Bankruptcy Code”) and Rules 2002, 3017, 9007, and 9010 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Seritage requests that all notices given or that are required to be given and all pleadings and orders that are served or required to be served in the above-captioned chapter 11 case, or in proceedings related thereto, be served upon Fried Frank at the following addresses:

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PLEASE TAKE FURTHER NOTICE that the foregoing request includes not only the notices, pleadings, orders, and other papers referred to in the Bankruptcy Code sections and the Bankruptcy Rules specified above, but also includes, without limitation, all other notices, papers, applications, motions, petitions, pleadings, requests, complaints, answering or reply papers, plans, disclosure statements, reports, and demands, including all amendments to the foregoing, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, hand delivery, telephone, facsimile, electronic mail, or otherwise, which affects this chapter 11 case or any proceedings related thereto, the above-captioned Debtors, property in its possession, custody, or control, the administration of the Debtors' bankruptcy case, or the rights of creditors or other parties in interest, or which affects Seritage.

PLEASE TAKE FURTHER NOTICE that Seritage does not intend, nor shall it be deemed, through this Notice of Appearance and Request for Service of Papers, or any subsequent appearance, pleading, claim, or suit, to waive any substantive or procedural rights, including, without limitation, (i) its rights to have a United States District Judge determine *de novo* all non-core proceedings (and all core proceedings as to which the Bankruptcy Court lacks authority to enter judgments or final orders), (ii) its rights to a trial by jury in any proceeding so triable in this case or any case, controversy, or proceeding related to this case, (iii) its rights to have the United States District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, (iv) any right to object to the jurisdiction of the Bankruptcy Court, or to venue in the Southern District of New York, for any purpose other than with respect to this Notice of Appearance and Request for Service of Papers, or (v) any other rights, claims, actions, defenses, setoffs, recoupments, or remedies to which it is or may be entitled under agreements, in law or in

equity, all of which rights, claims, actions, defenses, setoffs, recoupments, and remedies Seritage expressly reserves.

Dated: New York, New York  
October 24, 2018

Respectfully submitted,

FRIED, FRANK, HARRIS, SHRIVER  
& JACOBSON LLP

By: /s/ Peter B. Siroka

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